

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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FORM X-174-5
PART III

MAR Q 9 0

SEC FILE NUMBER
8-66593

**FACING PAGE** 

Information Required of Brokers and Dealers Pursual to Section 17 of the Securities Exchange Act of 1934 and Rule Na 5 Thereunder

REPORT FOR THE PERIOD BEGINNING	1/01/14		/1 <i>A</i>
	MM/DD/YY	AND ENDING 12/31	MM/DD/YY
A. REGI	STRANT IDENTIFICAT	TON	
NAME OF BROKER-DEALER: IssuWorks	Capital, LLC, dba Weild	& Co.	OFFICIAL USE ON
ADDRESS OF PRINCIPAL PLACE OF BUSIN 777 29th Street, Suite 402	NESS: (Do not use P.O. Box N	(o.)	FIRM I.D. NO.
	(No. and Street)		
Boulder	CO	803	03
(City)	(State)	(Zip C	
NAME AND TELEPHONE NUMBER OF PER David Weild IV	SON TO CONTACT IN REGA	(646)	172-9603
B. ACCO	UNTANT IDENTIFICAT		Code – Telephone Num
INDEPENDENT PUBLIC ACCOUNTANT who			
Michael Coglianese CPA, P.C.	ob opinion is contained in this	Report	
(N	ame – if individual, state last, first, m	iddle name)	
125 E Lake Street, Ste 303	Bloomingdale	IL	60108
(Address)	(City)	(State)	(Zip Code)
CHECK ONE:			
Certified Public Accountant			
☐ Public Accountant			
☐ Accountant not resident in United	States or any of its possession	s.	
F	OR OFFICIAL USE ONLY		
	· <del>-</del>		

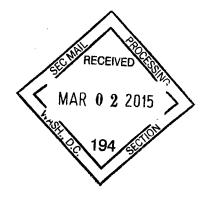
<sup>\*</sup>Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)



### **OATH OR AFFIRMATION**

· · · · · · · · · · · · · · · · · · ·			, a
December 31	, 20 <mark>_14</mark>	, are true and correct. I further swear	(or affirm) that
elassified solely as that of a customer, excep		or director has any proprietary interest in	any account
ALEXANDRA MELGAR	F627.2015	Too 63	
	4215 C	Signature  Chairman  Title	_
This report ** contains (check all applicable as a contain and a contain applicable as a contain and a contain a con			
<ul> <li>(e) Statement of Changes in Stockhold</li> <li>(f) Statement of Changes in Liabilities</li> <li>(g) Computation of Net Capital.</li> <li>(h) Computation for Determination of Intercept in the Computation of Intercept in the Computation for Determination for Determination for Determination of Intercept in the Computation for Determination for Dete</li></ul>	Subordinated to Clain	ns of Creditors.	
(i) Information Relating to the Possess (j) A Reconciliation, including appropriation for Determination of	sion or Control Require riate explanation of the the Reserve Requireme	ements Under Rule 15c3-3.  Computation of Net Capital Under Rule 1: ents Under Exhibit A of Rule 15c3-3.	
<ul> <li>□ (k) A Reconciliation between the audit consolidation.</li> <li>□ (l) An Oath or Affirmation.</li> </ul>	ed and unaudited State	ements of Financial Condition with respec	t to methods o
(m) A copy of the SIPC Supplemental F	Report.		





February 26, 2015

Via Overnight Express

Securities and Exchange Commission Registrations Branch 100 F Street, NE Mail Stop 8031 Washington, DC 20549

IssuWorks Capital, LLC (d/b/a Weild & Co.)

(SEC # 8-66593) (FINRA #132398) 2014 Audited Financial Statements

Dear Sir or Madam:

With regard to the above referenced matter, enclosed please find two (2) original Audited Financial Statements, with attached SEC form X-17A-5, Part III, Oath or Affirmation, for Weild & Co. for the year ending 2014. These statements are provided in accordance with Rule 17a-5(d)(1)(i) pursuant to Section 15 of the Securities and Exchange Act of 1934.

Should you have any questions, please contact me directly.

Sincerely,

David Weild IV Chairman & CEO

/ddn

Report of Independent
Registered Public Accounting Firm
December 31, 2014

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OFFICES: Chicago Bloomingdale

### Report of Independent Registered Public Accounting Firm

To the Members of IssuWorks Capital, LLC, dba Weild & Co.

We have audited the accompanying financial statements of IssuWorks Capital, LLC, dba Weild & Co. which comprise the balance sheet as of December 31, 2014, and the related statements of income, changes in members' equity, and cash flows for the year then ended, and the related notes to the financial statements. These financial statements are the responsibility of the IssuWorks Capital, LLC, dba Weild & Co.'s management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of IssuWorks Capital, LLC, dba Weild & Co. as of December 31, 2014, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States.

The supplemental information listed in the accompanying table of contents have been subjected to audit procedures performed in conjunction with the audit of IssuWorks Capital, LLC, dba Weild & Co.'s financial statements. The supplemental information is the responsibility of IssuWorks Capital, LLC, dba Weild & Co.'s management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content is presented in conformity with SEC Rule 17a-5. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Michael Cogliana CAA, P.C. Bloomingdale, IL

### STATEMENT OF FINANCIAL CONDITION

December 31, 2014		
Assets		
Cash Due to Issueworks Inc. Accounts Receivable	\$	106,897 99,241 38,500
Total assets	\$	244,638
iabilities & Members' equity		
accounts Payable flembers' equity	<b>\$</b>	36,000 208,638
Total members' equity	\$	244,638

### IssuWorks Capital, LLC

dba weild & Co.
STATEMENT OF OPERATIONS

\$ 952,554 39
952,593
832,239
20,074 564
28,827
1,134
882,838

### STATEMENT OF CHANGES IN MEMBERS' EQUITY

For the year ended December 31, 2014		
Members' equity, beginning of year Prior Period Adjustment Members Equity, beginning of year as adjusted	\$ 	65,534 12,231 77,765
Capital contributions		61,118
Capital withdrawals		
Net income (loss)		69,755
Members' equity, end of year	_\$_	208,638

### STATEMENT OF CASH FLOWS

For the year ended December 31, 2014		
Cash flows from operating activities Net Income (loss)	\$	69,755
Adjustments to reconcile net income to net cash provided by (used in) operating activities:		
Increase Changes in Receivables and Payables Receivables from affiliates Other Receivables Accrued liabilites		(87,010) (38,500) 36,000
Net cash provided (used) by operating activities		(19,755)
Cash flows from financing activities Capital contributions Capital withdrawals		61,118 
let cash provided (used) by financing activities	****	61,118
let change in cash and cash equivalents		41,363
Cash and cash equivalents, beginning of year		65,534
Cash and cash equivalents, end of year	\$	106,897

#### NOTES TO FINANCIAL STATEMENTS

### 1. Nature of operations and summary of significant accounting policies

### Nature of Operations

IssuWorks Capital LLC (the "Company"), formerly Weild & Co, CMA Partners, LLC and The National Research Standard, Inc. ("NRS"), a New York Limited Liability Corporation, is a broker-dealer, registered with the Financial Industry Regulatory Authority ("FINRA"), and licensed by the Securities and Exchange Commission ("SEC"). The Company is wholly owned by IssuWorks Inc. formally known as Capital Markets Advisory Partners, LLC ("the Parent").

The NRS was a wholly-owned subsidiary of The National Research Exchange Inc. ("NRE"). NRS was initially organized during 2004 as a limited liability company and during 2004 the members exchanged their member investments for shares of common stock of NRS. On October 13, 2007, NRE sold NRS to David Weild IV who changed the name from NRS to CMA Partners, LLC.

The Company, as a broker-dealer, does not carry margin accounts, promptly transmits all customer funds and delivers all securities received in connection with the Company's activities as a broker-dealer, and does not otherwise hold funds or securities for, or owe money or securities to, customers

### Government and Other Regulation

The Company's business is subject to significant regulation by governmental agencies and self-regulatory organizations. Such regulation includes, among other things, periodic examinations by these regulatory bodies to determine whether the Company is conducting and reporting its operations in accordance with the applicable requirements of these organizations.

#### Basis of Presentation

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP") as detailed in the Financial Accounting Standards Board's Accounting Standards Codification ("ASC").

#### Fair Value- Definition and Hierarchy

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date.

In determining fair value, the Company uses various valuation approaches. ASC 820, "Fair Value Measurements and Disclosures" establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Company. Unobservable inputs reflect the Company's assumptions about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. ASC 820 requires use of a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three broad levels: quoted market prices in active markets for identical assets or liabilities (Level 1); inputs other than quoted market prices that are observable for the asset or liability, either directly or indirectly (Level 2); and unobservable inputs for an asset or liability (Level 3)

ASC 820 did not have a material impact on the Company's financial statements.

### **NOTES TO FINANCIAL STATEMENTS**

### 1. Nature of operations and summary of significant accounting policies (continued)

Income Taxes

The Company does not record a provision for income taxes because the partners report their share of the Company's income or loss on their income tax returns. The financial statements reflect the Company's transactions without adjustment, if any, required for income tax purposes.

The Company files an income tax return in the U.S. federal jurisdiction, and may file income tax returns in various U.S. states and foreign jurisdictions. Generally, the Company is no longer subject to income tax examinations by major taxing authorities for years before 2011.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Company's management to make estimates and assumptions that affect the amounts disclosed in the financial statements. Actual results could differ from those estimates.

Revenue Recognition

The Company generates retainer and service income from providing consulting and introducing its asset manager customers to other broker-dealers who will provide certain operations services among others. Retainer and service income and related expenses are recognized when earned or incurred.

### 2. Net capital requirement

The Company is subject to the Securities and Exchange Commission's uniform net capital rule (Rule 15c3-1) which requires the Company to maintain a minimum net capital equal to or greater than \$50,000 and a ratio of aggregate indebtedness to net capital not exceeding 15 to 1, both as defined. At December 31, 2014, the Company's net capital was \$106,897 which exceeded the requirement by \$56,897.

### 3. Related party transactions

The Company has an Expense Sharing Agreement with Capital Markets Advisory Partners which is currently inactive, The Due to IssueWorks Inc. represents amount paid to the Parent.

### 4. Subsequent events

These financial statements were approved by management and available for issuance on February 16, 2015. Subsequent events have been evaluated through this date. There were no subsequent events requiring disclosures and or adjustments.

## IssuWorks Capital, LLC

### SUPPLEMENTAL INFORMATION

December 31, 2014	
Schedule I Computation of Net Capital under Rule 15c3-1 of the Securities and Exchange Commission	
Net capital: Total Members' Equity qualified for net capital	\$ 208,638
Less: Non allowable assets	 (101,741)
Net capital	106,897
Haircut	 
Adjusted net capital	106,897
Net minimum capital requirement of 6.67% of aggregate indebtedness of \$36,000 or \$50,000 whichever is greater	 50,000
Excess net capital	\$ 56,897
Reconciliation with Company's Net Capital Computation (included in Part II of Form X-17A-5)	
Net capital as reported in Company's Part II of Form X-17A-5 as of December 31, 2014	\$ 106,897
No reconciling items	 
Net capital per above computation	\$ 106,897

# IssuWorks Capital, LLC dba Weild & Co SUPPLEMENTAL INFORMATION

**December 31, 2014** 

### Schedule II Computation of Determination of Reserve Requirements Pursuant to Rule 15c3-3

Not applicable

Information for Possession or Control Requirements under Rule 15c3-3

Not applicable

Reconciliation between Audited and Unaudited Statement of Financial Condition

There are no reconciling items for the year ended December 31, 2014

OFFICES: Chicago Bloomingdale

## INDEPENDENT ACCOUNTANT'S AGREED-UPON PROCEDURES REPORT ON SCHEDULE OF ASSESSMENT AND PAYMENTS (FORM SIPC-7)

Members IssuWorks Capital, LLC, dba Weild & Co. Boulder, CO

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying Schedule of Assessment and Payments (Form SIPC-7) to the Securities Investor Protection Corporation (SIPC) for the year ended December 31, 2014, which were agreed to by IssuWorks Capital, LLC, dba Weild & Co., and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating IssuWorks Capital, LLC, dba Weild & Co.'s compliance with the applicable instructions of Form SIPC-7. IssuWorks Capital, LLC, dba Weild & Co.'s management is responsible for IssuWorks Capital, LLC, dba Weild & Co.'s compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

- 1) Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries in the general ledger noting no differences;
- 2) Compared the amounts reported on the audited Form X-17A-5 for the year ended December 31, 2014, as applicable, with the amounts reported in Form SIPC-7 for the year ended December 31, 2014, noting no differences;
- 3) Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers, noting no differences;
- 4) Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers supporting the adjustments noting no differences; and
- 5) Compared the amount of any overpayment applied to the current assessment with the Form SIPC-7 on which it was originally computed noting no differences (if applicable).

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

Milled Laglianse CPA, P.C.

(33-REV 7/10)

Disposition of exceptions:

# SECURITIES INVESTOR PROTECTION CORPORATION P.O. Box 92185 Washington, D.C. 20090-2185 202-371-8300

### **General Assessment Reconciliation**

(33-REV 7/10)

For the fiscal year ended Dec 31 2014 (Read carefully the instructions in your Working Copy before completing this Form)

### TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS

1. pu	Nan rpos	ne of Member, address, Designated Examining ses of the audit requirement of SEC Rule 17a-5	Authority, 1934 Act registration i	no. and mont	h in which fiscal year ends for
		IssuWorks Capital, LLC, dba Weild SEC #8-66594 FINRA #132398	d & Co.	mailing labe any correcti	of the information shown on the old requires correction, please e-mail ons to form@sipc.org and so the form filed.
		777 29th Street, Suite 402 Boulder, CO 80303			elephone number of person to pecting this form.
				-	Pollock, 212-521-6795
2.	A.	General Assessment (item 2e from page 2)			\$
	В.	Less payment made with SIPC-6 filed (exclude i	interest)		(
	C.	Date Paid Less prior overpayment applied			(
	D.	Assessment balance due or (overpayment)			2,381.48
	Ε.	Interest computed on late payment (see instru	ction E) fordays at 20% p	er annum	100.00
	F.	Total assessment balance and interest due (or	r overpayment carried forward)		\$ <u>2,481.48</u>
	G.	PAID WITH THIS FORM: Check enclosed, payable to SIPC Total (must be same as F above)	\$ <u>2,481.48</u>		_
	Н.	Overpayment carried forward	\$(		_)
3.	Sub	sidiaries (S) and predecessors (P) included in	this form (give name and 1934 A	ct registratio	on number):
pe th:	rsor at al	PC member submitting this form and the by whom it is executed represent thereby I information contained herein is true, correct	<u> </u>	•	dba Weild & Co.
an	d co	emplete.	(Name of		ership or other organization)
Dε	ted	the 13 day of February , 20 15	Chief Operating Office	•	d Signature)
Th fo	is f	orm and the assessment payment is due 60 coordinates of not less than 6 years, the latest 2 y	days after the end of the fiscal years in an easily accessible p	vear. Retail	itie) n the Working Copy of this form
P DEVIEWED	D	ates: Received	Reviewed		
	C	alculations	Documentation		Forward Copy
70	<b>5</b> E	xceptions:			

# DETERMINATION OF "SIPC NET OPERATING REVI AND GENERAL ASSESSMENT

ENUE	:s"
Ar	nounts for the fiscal period
ar	ginning d ending
\$	Eliminate cents 952,593
	- 194
g net	
nent	
<del></del>	

	and ending
tem No. 2a. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)	Eliminate cents \$952,593
2b. Additions:	<del>-</del>
(1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.	
(2) Net loss from principal transactions in securities in trading accounts.	
(3) Net loss from principal transactions in commodities in trading accounts.	
(4) Interest and dividend expense deducted in determining item 2a.	
(5) Net loss from management of or participation in the underwriting or distribution of securities.	
(6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.	
(7) Net loss from securities in investment accounts.	
Total additions	
2c. Deductions: (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.	
(2) Revenues from commodity transactions.	
(3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.	
(4) Reimbursements for postage in connection with proxy solicitation.	
(5) Net gain from securities in investment accounts.	
(6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from Issuance date.	
(7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).	4
(8) Other revenue not related either directly or indirectly to the securities business. (See Instruction C):	
(Deductions in excess of \$100,000 require documentation)	
(9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.	
(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960).	
Enter the greater of line (i) or (ii)	
Total deductions	
d. SIPC Net Operating Revenues	<sub>\$</sub> 952,593
e. General Assessment @ .0025	<sub>\$</sub> 2,381.48
	(to page 1, line 2.A.)

OFFICES: Chicago Bloomingdale

### Report of Independent Registered Public Accounting Firm

To the Members of IssuWorks Capital, LLC, dba Weild & Co.

We have reviewed management's statements, included in the accompanying Exemption Report in which (1) IssuWorks Capital, LLC, dba Weild & Co. identified the following provisions of 17 C.F.R. § 15c3-3(k) under which IssuWorks Capital, LLC, dba Weild & Co. claimed an exemption from 17 C.F.R. § 240.15c3-3: Paragraph (k)(2)(i) (the "exemption provisions") and (2) IssuWorks Capital, LLC, dba Weild & Co. stated that IssuWorks Capital, LLC, dba Weild & Co. met the identified exemption provisions throughout the most recent fiscal year without exception. IssuWorks Capital, LLC, dba Weild & Co.'s management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about IssuWorks Capital, LLC, dba Weild & Co.'s compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

The accompanying Exemption Report includes a statement that IssuWorks Capital, LLC, dba Weild & Co. met the exemption provisions without exception. During our review, we have identified that the Focus Report Form X-17A-5 filed quarterly reflects the exemption (k)(1) rather than (k)(2)(1) under rule 15c3-3 per their Membership Agreement. IssuWorks Capital, LLC, dba Weild & Co.'s was in compliance with the exemption provisions per the Membership Agreement.

Based on our review, with the exception of the matters described in the preceding paragraph, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the provisions set forth in paragraph (k)(2)(i) of Rule 15c3-3 under the Securities Exchange Act of 1934.

Michael Coglians CAA, P.C. Bloomingdale, IL

### **IssuWorks**

IssuWorks Capital, LLC (d/b/a Weild & Co.) Assertions

Weild & Co. (the "Company") is a registered broker-dealer subject to Rule 17a-5 promulgated by the Securities and Exchange Commission (17 C.F.R. §240.17a-5, "Reports to be made by certain brokers and dealers"). This Exemption Report was prepared as required by 17 C.F.R. § 240.17a-5(d)(1) and (4). To the best of its knowledge and belief, the Company states the following:

- (1) The Company claimed an exemption from 17 C.F.R. § 240.15c3-3 under the following provisions of 17 C.F.R. § 240.15c3-3 (k)(2)(i)
- (2) The Company met the identified exemption provision in 17 C.F.R. § 240.15c3-3(k)(2)(i) throughout the most recent fiscal year without exception

Weild & Co.

I, David Weild IV, swear (or affirm) that, to my best knowledge and belief, this Exemption Report is true and correct.

David Weild IV Member, CEO